

GENERAL AMERICAN TRANSPORTATION CORPORATION

120 SOUTH RIVERSIDE PLAZA
CHICAGO, IL 60606
312/621-6581

GEORGE W. ROTHSCHILD
Vice President, General Counsel
and Secretary

September 28, 1977

7-271A052

Secretary of the Interstate
Commerce Commission
Washington, D.C.

RECORDATION NO. 5581-2 Filed & Recorded

SEP 28 1977 -4 00 PM

INTERSTATE COMMERCE COMMISSION

Re: General American Transportation
Corporation Equipment Trust
Series 66

Gentlemen:

Enclosed herewith are five (5) signed copies of a Supplemental Agreement dated as of December 15, 1975, deleting a portion of the railroad cars covered by a Trust Agreement, and substituting therefor other railroad cars not previously covered, together with our check for \$10.00 to cover the filing and recordation fees.

Said Agreement was recorded in the office of the Secretary of the Interstate Commerce Commission on February 12, 1970, under Recordation No. 5581.

The Trust Equipment deleted and substituted by the enclosed consists of railroad cars described in the aforementioned documents (primarily railroad tank cars of various DOT and AAR classes) and the road numbers of such cars are listed in said documents.

The names and addresses of the parties referred to in said Bill of Sale are:

Chemical Bank
20 Pine Street
New York, New York 10005
Attn: Corporate Trustee Administration

Interstate Commerce Commission
Washington, D.C. 20423

9/29/77

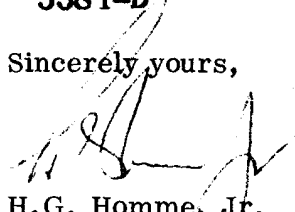
OFFICE OF THE SECRETARY

George W. Rothschild
Vice President Gen. Counsel & Sec.
General American Transp. Corp.
120 South Riverside Plaza
Chicago, Illinois 60606

Dear **Sir:**

The enclosed document(s) was recorded pursuant to the
provisions of Section 20(c) of the Interstate Commerce Act,
49 U.S.C. 20(c), on **9/28/77** at **4:00pm** ,
and assigned recordation number(s) **5581-D** .

Sincerely yours,



H.G. Homme, Jr.
Acting Secretary

Enclosure(s)

SE-30-T
(6/77)

GENERAL AMERICAN TRANSPORTATION CORPORATION
EQUIPMENT TRUST, SERIES 66

RECORDATION NO. 5731-2 Filed & Recorded

SEP 28 1977 -4 00 PM

INTERSTATE COMMERCE COMMISSION

SUPPLEMENTAL AGREEMENT DATED AS OF DECEMBER 15, 1975
TO EQUIPMENT TRUST AGREEMENT DATED AS OF FEBRUARY 15, 1970

BY AND BETWEEN

CHEMICAL BANK,

TRUSTEE

AND

GENERAL AMERICAN TRANSPORTATION CORPORATION

Supplemental Agreement dated as of December 15, 1975
between Chemical Bank

as Trustee, and General American Transportation Corporation, a
New York Corporation.

WHEREAS, the parties hereto entered into an Equipment
Trust Agreement dated as of February 15, 1970
(the "Agreement") creating General American Transportation Corpo-
ration Equipment Trust, Series 66, which Agreement was filed and
recorded with the Interstate Commerce Commission pursuant to
Section 20c of the Interstate Commerce Act on February 12, 1970
Recordation No. 5581; and

WHEREAS, the parties hereto entered into a Supplemental
Agreement dated as of August 21, 1970 and December 18, 1970
amending Schedule A to the Agreement by deleting therefrom specified
Units of Equipment and substituting therefor other specified Units
of Equipment, which Supplemental Agreement filed and recorded
with the Interstate Commerce Commission pursuant to Section 20c of
the Interstate Commerce Act on August 31, 1970 and January 4, 1971,
Recordation Numbers 5581-A and 5581-B respectively;

WHEREAS, the parties hereto wish to further amend
Schedule A to the Agreement;

NOW, THEREFORE, the parties agree that Schedule A to
the Agreement is hereby amended by:

(a) deleting therefrom the Units of Equipment described
in Schedule I hereto, and

(b) substituting therefor the Units of Equipment de-
scribed in Schedule II hereto.

IN WITNESS WHEREOF, the parties hereto have caused
these presents to be signed in their respective corporate

names and their respective corporate seals to be hereunto affixed,
duly attested, as of December 15, 1975.

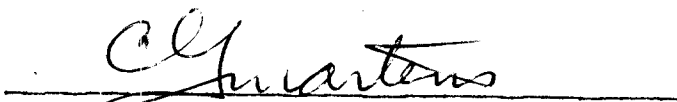
CHEMICAL BANK

BY



M. F. BADANI VICE PRESIDENT

ATTEST:


C. G. MARTENS
Assistant Secretary

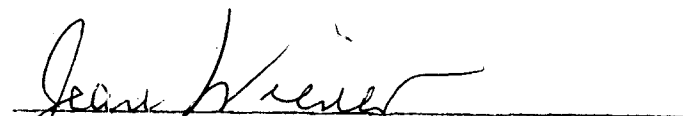
GENERAL AMERICAN TRANSPORTATION
CORPORATION

BY



Vice President

ATTEST:


Assistant Secretary

STATE OF NEW YORK)
) SS:
COUNTY OF NEW YORK)

On this 14 day of January, 1976 , before me personally
appeared M. F. RADANI , to me personally known, who,
being by me duly sworn, says that he is a VICE PRESIDENT
of GENERAL AMERICAN TRANSPORTATION CORPORATION
that one of the seals affixed to the foregoing instrument is the
corporate seal of said bank, that said instrument was signed and
sealed on behalf of said bank by authority of its Board of Directors
and he acknowledged that the execution of the foregoing instrument
was the free act and deed of said bank.

SYLVIA LACKOW
Notary Public, State of New York
Res. of New York
Qualified in New York
Certificate No. 123456789
Commission Expires March 20, 1976

Sylvia Lackow
Notary Public

* * * * *

STATE OF ILLINOIS)
) SS:
COUNTY OF C O O K)

On this 18th day of December, 1975 , before me personally
appeared C. E. Coyl , to me personally known, who,
being by me duly sworn, says that he is a Vice President of
GENERAL AMERICAN TRANSPORTATION CORPORATION, that one of the seals
affixed to the foregoing instrument is the corporate seal of said
corporation, that said instrument was signed and sealed on behalf
of said corporation by authority of its Board of Directors and he
acknowledged that the execution of the foregoing instrument was
signed and sealed on behalf of said corporation by authority of its
Board of Directors and he acknowledged that the execution of the
foregoing instrument was the free act and deed of said corporation.

Edith J. Richards
Notary Public

SCHEDULE 1

GENERAL AMERICAN TRANSPORTATION CORPORATION
EQUIPMENT TRUST - SERIES 66

CARS TO BE REMOVED

QUANTITY	CLASSIFICATION	CAPACITY IN GALLONS	INITIALED AND CAR NUMBERS	DATE INTO SERVICE	ORIGINAL COST	VALUE
1 tank Car	ICC 111A100-W-1	8,000	GATX 19068	December 1968	\$ 14,716.00	\$ 20,454.13
1 tank Car	DOT 111A60-W-1	10,000	GATX 93299	March 1969	11,100.00	15,193.61
1 tank Car	DOT 111A60-W-1	10,000	GATX 93324	March 1969	11,100.00	15,119.90
1 tank Car	ICC 111A60-W-1	10,000	GATX 91386	September 1968	11,123.00	15,313.36
1 tank Car	ICC 111A60-W-1	10,000	GATX 91392	September 1968	11,123.00	15,313.36
1 tank Car	ICC 111A100-W-1	10,000	GATX 92356	December 1968	12,081.00	16,791.68
1 tank Car	ICC 111A100-W-1	18,000	GATX 19429	September 1968	13,624.00	18,756.56
1 tank Car	DOT 111A100-W-1	20,000	GATX 87567	April 1969	14,055.00	19,205.08
1 tank Car	DOT 111A100-W-1	20,000	GATX 87568	May 1969	14,055.00	19,265.10
1 tank Car	DOT 111A100-W-1	20,000	GATX 93352	February 1969	13,905.00	18,881.37
1 tank Car	DOT 111A100-W-1	20,000	GATX 93378	March 1969	14,139.00	19,259.49
1 tank Car	DOT 111A100-W-1	20,000	GATX 93863	April 1969	14,510.00	19,826.80
1 tank Car	ICC 111A100-W-1	20,000	GATX 13658	July 1968	13,579.00	18,575.16
1 tank Car	ICC 111A100-W-1	20,000	GATX 13661	July 1968	13,579.00	18,575.16
1 tank Car	ICC 111A100-W-1	20,000	GATX 25510	August 1968	14,129.00	19,389.67
1 tank Car	ICC 111A100-W-1	20,000	GATX 81693	December 1968	13,869.00	19,276.87
1 tank Car	ICC 111A100-W-1	20,000	GATX 84694	December 1968	14,271.00	19,835.62
1 tank Car	ICC 111A100-W-1	20,000	GATX 88192	November 1968	14,433.00	19,997.30
1 tank Car	ICC 111A100-W-1	20,000	GATX 92210	May 1968	14,217.00	19,322.83
1 tank Car	ICC 111A100-W-1	20,000	GATX 92887	December 1968	14,580.00	20,265.11
1 tank Car	ICC 111A100-W-1	20,000	GATX 94729	December 1968	14,549.00	20,221.09
1 tank Car	ICC 111A100-W-1	20,000	GATX 97911	July 1968	14,316.00	19,583.32
1 tank Car	ICC 111A100-W-1	20,000	GATX 98246	November 1968	14,153.00	19,609.35
1 tank Car	ICC 111A100-W-1	20,000	GATX 98449	October 1968	14,834.00	20,487.65
1 tank Car	ICC 111A100-W-1	20,000	GATX 99447	October 1968	14,774.00	20,404.78
25 tank Cars					\$ 340,814.00	\$ 468,924.35

GENERAL AMERICAN TRANSPORTATION CORPORATION
EQUIPMENT TRUST - SERIES 66

CARS TO BE SUBSTITUTED

<u>QUANTITY</u>	<u>CLASSIFICATION</u>	<u>CAPACITY IN GALLONS</u>	<u>INITIALED AND CAR NUMBERS</u>	<u>DATE INTO SERVICE</u>	<u>ORIGINAL COST</u>	<u>VALUE</u>
1 tank Car	DOT 111A100-W-1	16,000	GATX 46502	August 1975	\$ 30,995.00	\$ 30,995.00
1 tank Car	DOT 111A100-W-1	16,000	GATX 65503	August 1975	30,995.00	30,995.00
1 tank Car	DOT 111A100-W-1	16,000	GATX 46504	August 1975	30,995.00	30,995.00
1 tank Car	DOT 111A100-W-1	16,000	GATX 46505	August 1975	30,995.00	30,995.00
1 tank Car	DOT 111A100-W-1	16,000	GATX 46506	August 1975	30,995.00	30,995.00
1 tank Car	DOT 111A100-W-1	16,000	GATX 46507	August 1975	30,995.00	30,995.00
1 tank Car	DOT 111A100-W-1	16,000	GATX 46776	August 1975	30,909.00	30,909.00
1 tank Car	DOT 111A100-W-1	16,000	GATX 46777	August 1975	30,909.00	30,909.00
1 tank Car	DOT 111A100-W-1	16,000	GATX 47362	August 1975	33,227.00	33,227.00
1 tank Car	DOT 111A100-W-1	16,000	GATX 47363	August 1975	33,227.00	33,227.00
1 tank Car	DOT 111A100-W-1	16,000	GATX 47364	August 1975	33,227.00	33,227.00
1 tank Car	DOT 111A100-W-1	26,000	GATX 46614	August 1975	30,367.00	30,367.00
1 tank Car	DOT 111A100-W-1	26,000	GATX 46627	August 1975	30,367.00	30,367.00
1 tank Car	DOT 111A100-W-1	26,000	GATX 46650	August 1975	30,367.00	30,367.00
1 tank Car	DOT 111A100-W-1	26,000	GATX 46651	August 1975	30,367.00	30,367.00
15 tank Cars					\$ 468,937.00	\$ 468,937.00